

Estimated Hearing Date: March 13, 2019 at 9:30 a.m. (AST)
Objection Deadline: December 6, 2018 at 4:00 p.m. (AST)

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re:) PROMESA
) Title III
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THE FINANCIAL OVERSIGHT AND)
MANAGEMENT BOARD FOR PUERTO RICO,) No. 17 BK 3283-LTS
)
as representative of) **Re: ECF 3269**
)
THE COMMONWEALTH OF PUERTO RICO, *et al.*,) (Jointly Administered)
)
Debtors.¹)
)
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**NOTICE OF FILING OF THIRD INTERIM APPLICATION OF DLA PIPER
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE
PUERTO RICO FISCAL AGENCY AND FINANCIAL ADVISORY
AUTHORITY AND THE PUERTO RICO TREASURY DEPARTMENT
FOR THE PERIOD FROM JUNE 1, 2018 THROUGH SEPTEMBER 30, 2018**

PLEASE TAKE NOTICE that on November 16, 2018, DLA Piper LLP (US) and DLA Piper (Puerto Rico) LLC (together, “DLA Piper”), as authorized counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), the entity authorized to act on behalf of the Commonwealth of Puerto Rico, and the Puerto Rico Treasury Department, filed the *Third*

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780 LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Interim Application of DLA Piper for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority and the Puerto Rico Treasury Department for the Period from June 1, 2018 through September 30, 2018 (the “Application”).²

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Interim Compensation Order, and the *Seventh Amended Case Management Procedures* [ECF No. 4086] (the “Case Management Procedures”), and (c) be filed with the Court and served on the undersigned and the entities below, so as to be received on or before **December 6, 2018 at 4:00 p.m. (AST)** (the “Objection Deadline”):

(a) the Financial Oversight and Management Board, 40 Washington Square South, Office 314A, New York, New York 10012, Attn: Professor Arthur J. Gonzalez, Oversight Board Member;

(b) the attorneys for the Financial Oversight and Management Board for Puerto Rico as representative of the Debtors, Proskauer Rose LLP, Eleven Times Square, New York, New York 10036, Attn: Martin J. Bienenstock, Esq. (mbienenstock@proskauer.com) and Ehud Barak, Esq. (ebarak@proskauer.com), and Proskauer Rose LLP, 70 West Madison Street, Chicago, IL 60602, Attn: Paul V. Possinger, Esq. (ppossinger@proskauer.com);

(c) the attorneys for the Financial Oversight and Management Board as representative of Debtors, O’Neill & Borges LLC, 250 Muñoz Rivera Avenue, Suite 800, San Juan, Puerto Rico 00918-1813, Attn: Hermann D. Bauer, Esq. (hermann.bauer@oneillborges.com);

(d) the attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, O’Melveny & Meyers LLP, Times Square Tower, 7 Times Square, New York, New York 10036, Attn: John J. Rapisardi, Esq. (jrapisardi@omm.com), Suzanne Uhland, Esq. (suhland@omm.com), and Diana M. Perez, Esq. (dperez@omm.com);

² AAFAF has requested that DLA Piper submit this interim application for compensation and reimbursement. DLA Piper reserves its right to argue that it is not subject to the requirements of the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 3269] (the “Interim Compensation Order”).

(e) the attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, Marini Pietrantonio Muñiz, LLC, MCS Plaza, Suite 500, 255 Avenida Ponce de León, San Juan, Puerto Rico 00917, Attn: Luis C. Marini-Biaggi, Esq. (lmarini@mpmlawpr.com) and Carolina Velaz-Rivero Esq. (cvelaz@mpmlawpr.com);

(f) the Office of the United States Trustee for the District of Puerto Rico, Edificio Ochoa, 500 Tanca Street, Suite 301, San Juan, Puerto Rico 00901 (re: *In re: Commonwealth of Puerto Rico*);

(g) the attorneys for the Official Committee of Unsecured Creditors, Paul Hastings LLP, 200 Park Avenue, New York, New York 10166, Attn: Luc. A Despina, Esq. (lucdespina@paulhastings.com);

(h) the attorneys for the Official Committee of Unsecured Creditors, Casillas Santiago & Torres LLC, El Caribe Office Building, 53, Palmeras Street, Suite 1601, San Juan, Puerto Rico 009001, Attn: Juan J. Casillas Ayala, Esq. (jcasillas@cstlawpr.com) and Alberto J.E. Añeses Negrón, Esq. (aaneses@cstlawpr.com);

(i) the attorneys for the Official Committee of Retired Employees, Jenner & Block LLP, 919 Third Avenue, New York, New York 10022, Attn: Robert Gordon, Esq. (rgordon@jenner.com) and Richard Levin, Esq. (rlevin@jenner.com), and Jenner & Block LLP, 353 N. Clark Street, Chicago, IL 60654, Attn: Catherine Steege, Esq. (csteeg@jenner.com) and Melissa Root, Esq. (mroot@jenner.com);

(j) the attorneys for the Official Committee of Retired Employees, Bennazar, García & Milián, C.S.P., Edificio Union Plaza, PH-A, 416 Avenida Ponce de León, Hato Rey, Puerto Rico 00918, Attn: A.J. Bennazar-Zequeira, Esq. (ajb@bennazar.org);

(k) the Puerto Rico Department of Treasury, PO Box 9024140, San Juan, PR 00902-4140, Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting (Reylam.Guerra@hacienda.pr.gov); Omar E. Rodríguez Pérez, CPA, Assistant Secretary of Central Accounting (Rodriguez.Omar@hacienda.pr.gov); Angel L. Pantoja Rodríguez, Deputy Assistant Secretary of Internal Revenue and Tax Policy (angel.pantoja@hacienda.pr.gov); Francisco Parés Alicea, Assistant Secretary of Internal Revenue and Tax Policy (francisco.pares@hacienda.pr.gov); and Francisco Peña Montañez, CPA, Assistant Secretary of the Treasury (Francisco.Pena@hacienda.pr.gov);

(l) attorneys for the Fee Examiner, EDGE Legal Strategies, PSC, 252 Ponce de León Avenue, Citibank Tower, 12th Floor, San Juan, PR 00918, Attn: Eyck O. Lugo (elugo@edgelegalpr.com); and

(m) the Fee Examiner, Brady C. Williamson, Esq., Godfrey & Kahn S.C., One East Main Street, Suite 500, Madison, Wisconsin 53703, Attn: Katherine Stadler (KStadler@gklaw.com).

PLEASE TAKE FURTHER NOTICE that if (a) no objection is timely filed and served in accordance with the Interim Compensation Order and Case Management Procedures and (b) any issues raised by the Fee Examiner are consensually resolved, the requested relief may be granted without a hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Application and all documents filed in the title III cases are available (a) free of charge by visiting <https://cases.primeclerk.com/puertorico> or by calling (844) 822-9231, and (b) on the Court's website at <http://www.prd.uscourts.gov>, subject to the procedures and fees set forth therein.

Dated: November 16, 2018
San Juan, Puerto Rico

Respectfully submitted,

DLA Piper (Puerto Rico) LLC
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500 Calle de la Tanca
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Puerto Rico

/s/ José A. Sosa-Lloréns

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AND

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/s/ Rachel Ehrlich Albanese

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*Counsel to Puerto Rico Fiscal Agency and
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Treasury Department*